

WEIL, GOTSHAL & MANGES LLP
767 Fifth Avenue
New York, New York 10153
Telephone: (212) 310-8000
Facsimile: (212) 310-8007
Harvey R. Miller
Lori R. Fife

Attorneys for Debtors
and Debtors in Possession

HUGHES HUBBARD & REED LLP
One Battery Park Plaza
New York, New York 10004
Telephone: (212) 837-6000
Facsimile: (212) 422-4726
James B. Kobak, Jr.
David W. Wiltenburg
Christopher K. Kiplok
Jeffrey S. Margolin

Attorneys for James W. Giddens,
Trustee for the SIPA Liquidation of Lehman Brothers Inc.

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

	X
In re	:
LEHMAN BROTHERS HOLDINGS INC., <i>et al.</i> ,	: Chapter 11 Case No.
Debtors.	: 08-13555 (JMP)
	: (Jointly Administered)
	X
In re	:
LEHMAN BROTHERS INC.,	: Case No.
Debtor.	: 08-01420 (JMP) (SIPA)
	X

NOTICE OF AGENDA OF MATTERS
SCHEDULED FOR HEARING ON DECEMBER 22, 2008 AT 10:00 A.M.

Location of Hearing: United States Bankruptcy Court for the Southern District of New York, Alexander Hamilton U.S. Custom House, before the Honorable, James M. Peck, United States Bankruptcy Judge, **Room 601**, One Bowling Green, New York, NY 10004-1408

I. UNCONTESTED MATTERS:

1. Debtors' Motion Authorizing Entry into a Settlement Agreement with Certain French Affiliates **[Docket No. 2089]**

Response Deadline: December 18, 2008 at 4:00 p.m.

Responses Received: None.

Related Documents:

- A. Debtors' Motion to Shorten Time With Respect to Hearing on Debtors' Motion Authorizing Entry into a Settlement Agreement with Certain French Affiliates **[Docket No. 2091]**
- B. Order to Show Cause Signed on 12/8/2008 Fixing Hearing Date to Consider the Debtors' Motion Authorizing Entry into a Settlement Agreement with Certain French Affiliates **[Docket No. 2092]**
- C. Notice of Filing Exhibit A to Debtors' Motion Authorizing Entry into a Settlement Agreement with Certain French Affiliates **[Docket No. 2104]**

Status: This matter is going forward.

2. LBHI's Motion for Authorization to Assume Administrative Services Agreement with Aetna **[Docket No. 2098]**

Response Deadline: December 17, 2008 at 4:00 p.m.

Responses Received: None.

Related Documents: None.

Status: This matter is going forward.

3. LBHI's Motion for Authorization to Reject Prescription Drug Program Master Agreement with Medco **[Docket No. 2100]**

Response Deadline: December 17, 2008 at 4:00 p.m.

Responses Received: None.

Related Documents: None.

Status: This matter is going forward.

4. Motion of Mapco Express, Inc. and Delek US Holdings, Inc. for Relief from the Automatic Stay [**Docket No. 1663**]

Response Deadline: If not resolved prior to December 22, 2008, January 9, 2009 at 4:00 p.m.

Responses Received: None.

Related Documents: None.

Status: The parties are negotiating a consensual resolution to resolve this matter. The matter will go forward only if the parties are able to submit a stipulation. Otherwise, the matter will be adjourned to January 14, 2009.

5. Debtors' Motion to Amend Orders Authorizing Sale of Aircraft [**Docket No. 2316**]

Response Deadline: December 22, 2008 at 10:00 a.m.

Responses Received: None.

Related Documents: None.

Status: This matter is going forward.

II. CONTESTED MATTERS

6. Motion of OMX Timber Finance Investments II, LLC for Limited Relief from the Automatic Stay [**Docket No. 2023**]

Response Deadline: December 19, 2008

Responses Received: Creditors' Committee's Objection [**Docket No. [____]**]

Related Documents: None.

Status: This matter is going forward.

7. Debtors' Motion Approving the Assumption or Rejection of Open Trade Confirmations [**Docket No. 1541**]

Response Deadline: November 28, 2008 at 4:00 p.m.

Responses Received:

- A. Objection of USAA High-Yield Opportunities Fund [**Docket No. 1805**]
- B. Objection of P. Schoenfeld Asset Management, Bank of America, N.A., Banc of America Securities Limited, Millenium Management, LLC, BDF Limited, Field Point IV S.a.r.l., Royal Bank of Scotland, plc, Morgan Stanley Senior Funding, Inc., Morgan Stanley Bank International Limited, Longacre Capital Partners (QP), L.P., Longacre Master Fund, Ltd., DK Acquisition Partners, L.P. [**Docket No. 1841**]
- C. Limited Objection of The Bank of Nova Scotia [**Docket No. 1908**]
- D. Objection of Blackrock Financial Management, Inc. [**Docket No. 1912**]
- E. Supplemental Limited Objection of Morgan Stanley Bank International Limited and Morgan Stanley Senior Funding, Inc. [**Docket No. 2145**]
- F. Objection of Babson Capital Management LLC [**Docket No. 2177**]

Related Documents:

- G. Debtor's Supplement to Motion [**Docket No. 1560**]
- H. Declaration of Vladimir Jelisavcic in Support of Objection [**Docket No. 1842**]
- I. Declaration of Vladimir Jelisavcic in Support of Objection [**Docket No. 1843**]
- J. Declaration of Clare K. Pierce in Support of Objection [**Docket No. 1844**]
- K. Declaration of David Tom Jesson in Support of Objection [**Docket No. 1845**]
- L. Declaration of James Varley in Support of Objection [**Docket No. 1846**]
- M. Notice of Filing of Revised Exhibits and Revised Proposed Order [**Docket No. 2206**]
- N. Debtors' Reply [**Docket No. 2208**]
- O. Statement of Official Committee of Unsecured Creditors [**Docket No. 2228**]

- P. Order Approving the Assumption or Rejection of Open Trade Confirmations **[Docket No. 2258]**
- Q. So Ordered Stipulation and Agreed Order Terminating Open Trade Confirmation **[Docket No. 2259]**

Status: This matter is going forward with respect to the objections identified above on an uncontested basis. The Debtors have resolved the objections filed at Docket Nos. 1805, 1908, 1912, and 2177 and intend to submit a stipulation. The parties are working on a consensual resolution of the objections filed at Docket Nos. 1841 and 2145. These matters will only go forward if the parties are able to submit a stipulation. Otherwise, the hearing will be adjourned to January 14, 2009.

- 8. Debtors' Motion to Approve the Sale of the Purchased Assets and the Assumption and Assignment of Contracts Relating to the Purchased Assets **[Docket No. 694]**

Response Deadline: December 17, 2008 at 4:00 p.m.

Responses Received:

- A. Objection of Benjamin M Gamoran **[Docket No. 2249]**
- B. Objection of Advanced Portfolio Technologies, Inc. **[Docket No. 2260]**
- C. Reservation of Rights of Oracle USA, Inc. **[Docket No. 2271]**
- D. Reservation of Right of Crossmark **[Docket No. 2274]**
- E. Reservation of Rights of 605 Third Avenue Fee LLC **[Docket No. 2280]**
- F. Objection of the PBGC **[Docket No. 2283]**
- G. Limited Objection of Thomson Reuters PLC and Thomson Reuters Corporation **[Docket No. 2288]**
- H. Limited Objection of 220 News Owner LLC **[Docket No. 2316]**
- I. Statement of the Creditors' Committee in Support of the Sale **[Docket No. 2330]**

Related Documents:

- I. Order (I) Approving Bidding Procedures, (II) Approving the Seller Termination Fee and the Reimbursement Amount, (III) Approving the Form and Manner of Sale Notices and (IV) Setting the Auction and Sale Hearing Date **[Docket No. 1175]**

J. Notice of Filing of Successful Bid in Connection with Sale of Lehman Brothers Inc's Investment Management Division [**Docket No. 2135**]

Status: This matter is going forward.

SECURITIES INVESTOR PROTECTION CORPORATION PROCEEDINGS:

A. CONTESTED MATTERS:

9. Motion for Entry of an Order Approving Settlement Agreement [**Case No. 08-01420, Docket No. 387**]

Response Deadline: December 19, 2008 at 4:00 p.m.

Responses Received:

A. Limited Objection Of Official Committee Of Unsecured Creditors Of Lehman Brothers Holdings Inc., et al. To SIPA Trustee's Motion Under 11 U.S.C. 105 and 363 And Fed. R. Bankr. P. 9019(a) For Entry Of An Order Approving Settlement Agreement [**Case No. 08-1420, Docket No. 453**]

B. Royal Bank America's Objection to Debtor's Motion Under Sections 105 and 363 of the Bankruptcy Code and Fed. R. Bank. P. 9019(a) for Entry of an Order Approving Settlement Agreement [**Case No. 08-1420, Docket No. 454**]

Related Documents:

B. Order to Show Cause Signed on 12/5/2008 Fixing Hearing Date to Consider the Trustee's Motion for Entry of an Order Approving Settlement Agreement [**Case No. 08-01420, Docket No. 393**]

C. Notice of Evidentiary Hearing on Motion for Entry of an Order Approving Settlement Agreement [**Case No. 08-01420, Docket No. 406**]

D. Settlement Agreement, among Barclays Capital Inc., JPMorgan Chase Bank, N.A., and the Trustee [**Case No. 08-01420, Docket No. 387**]

E. Declaration of Shari D. Leventhal in Support of Trustee's Motion for Entry of an Order Approving a Settlement Agreement [**Case No. 08-01420, Docket No. 387**]

F. Declaration of Jeffrey M. Moore in Support of Trustee's Motion for Entry of an Order Approving a Settlement Agreement [**Case No. 08-01420, Docket No. 387**]

- G. Declaration of Gerard LaRocca in Support of the Trustee's Motion for Entry of an Order Approving a Settlement Agreement [**Case No. 08-1420, Docket No. 387**]
- H. Ex Parte Order Signed on 12/8/2008 Authorizing JPMorgan Chase Bank, N.A., Barclays Capital Inc. and James W. Giddens, as Trustee in the Securities Investor Protection Act Liquidation of Lehman Brothers Inc. to File Under Seal Annex A to the Settlement Agreement [**Case No. 08-1420, Docket No. 401**]
- I. Ex Parte Joint Motion of JPMorgan Chase Bank, N.A., Barclays Capital Inc. and James W. Giddens, as Trustee in the Securities Investor Protection Act Liquidation of Lehman Brothers Inc. for Entry of an Order Authorizing the Movants to File Under Seal Annex A to the Settlement Agreement [**Case No. 08-1420, Docket No. 404**]

Status: This matter is going forward

II. ADJOURNED MATTERS:

- 10. Barclays Capital Inc.'s Motion for Relief Concerning an American Express Contract Erroneously Posted with the "Closing Date Contracts" [**Docket No. 959**]

Response Deadline: October 27, 2008 at 4:00 p.m.

Responses Received:

- A. Debtors' Response to the Motions of Barclays Capital Inc. for Relief, Concerning Various "Closing Date Contracts" [**Docket No. 1212**]
- B. Objection of American Express Travel Related Services Company, Inc. to Motion of Barclays Capital Inc. for Relief concerning American Express Contracts listed as "Closing Date Contracts" and Request for Interest, Fees and Expenses [**Docket No. 1216**]
- C. Objection of Official Committee of Unsecured Creditors [**Docket No. 1672**]
- D. Reply of Barclays Capital Inc. [**Docket No. 1747**]

Related Documents:

- E. Declaration of Lindsee P. Granfield in Support of Motion of Barclays Capital Inc. for Relief Concerning an American Express Contract Erroneously Posted with the "Closing Date Contracts" [**Docket No. 960**]

- F. Declaration of Patrick Coster in Support of the Motion of Barclays Capital Inc. for Relief Concerning an American Express Contract Erroneously Posted with the "Closing Date Contracts"
[Docket No. 961]
- G. Corrected Affidavit of Daniel J. Massoni in Support of Objection of American Express Travel Related Services Company, Inc.
[Docket No. 1256]
- H. Declaration of Michael S. Feldberg in Support **[Docket No. 1750]**
- I. Declaration of Jason White in Support **[Docket No. 1751]**
- J. Declaration of Leslie Bernauer in Support **[Docket No. 1753]**

Status: This matter has been adjourned to a date to be set by the Court.

- 11. Debtors' Motion Approving the Assumption or Rejection of Open Trade Confirmations **[Docket No. 1541]**

Response Deadline: November 28, 2008 at 4:00 p.m.

Responses Received:

- A. Objection of Special Value Opportunities Fund, LLC, Tennenbaum Opportunities Partners V, L.P., Special Value Expansion Fund, LLC.
[Docket No. 1848]
- B. Deutsche Bank AG's Limited Objection **[Docket No. 1858]**
- C. Objection of Putnam Investment Funds **[Docket No. 1901]**
- D. Objection of AIB International Finance **[Docket No. 1905]**
- E. Objection of H/2 Credit Partners Master Fund Ltd **[Docket No. 1812]**
- F. Verified Objection of Blue Mountain Credit Alternatives Master Fund L.P. **[Docket No. 1849]**
- G. Joinder of Goldman Sachs Credit Partners L.P. and GS European Performance Fund Limited **[Docket No. 1869]**
- H. Limited Objection of Fir Tree Capital Opportunity Master Fund, LP and Fir Tree Value Master Fund LP **[Docket No. 1876]**
- I. Limited Objection of KKR Debt Investors (2006) (Ireland) L.P.
[Docket No. 1903]
- J. Objection of Lloyds TSB Bank plc. **[Docket No. 1913]**

- K. Limited Objection of Citibank [**Docket No. 1915**]
- L. Objection of Whippoorwill Associates, Inc. [**Docket No. 1918**]
- M. Limited Joinder of JPMorgan Chase & Co. [**Docket No. 1974**]
- N. Objection of AXA [**Docket No. 2081**]
- O. Objection of M&G Investment Management Limited [**Docket No. 2157**]
- P. Objection of R3 Capital Management LLC [**Docket No. 1909**]
- Q. Joinder of Wachovia Bank, N.A. and Evergreen Investment Management Company, LLC to the Objection of Various Counterparties [**Docket No. 2172**]

Related Documents:

- R. Debtor's Supplement to Motion [**Docket No. 1560**]
- S. Declaration of Vladimir Jelisavcic in Support of Objection [**Docket No. 1842**]
- T. Declaration of Vladimir Jelisavcic in Support of Objection [**Docket No. 1843**]
- U. Declaration of Clare K. Pierce in Support of Objection [**Docket No. 1844**]
- V. Declaration of David Tom Jesson in Support of Objection [**Docket No. 1845**]
- W. Declaration of James Varley in Support of Objection [**Docket No. 1846**]
- X. Notice of Filing of Revised Exhibits and Revised Proposed Order [**Docket No. 2206**]
- Y. Debtors' Reply [**Docket No. 2208**]
- Z. Statement of Official Committee of Unsecured Creditors [**Docket No. 2228**]
- AA. Order Approving the Assumption or Rejection of Open Trade Confirmations [**Docket No. 2258**]
- BB. So Ordered Stipulation and Agreed Order Terminating Open Trade Confirmation [**Docket No. 2259**]

Status: This matter has been adjourned to January 14, 2009 with respect to the objections identified above.

12. Motion of 125 North 10, LLC to Allow Payment of an Administrative Expense Claim **[Docket No. 1205]**

Response Deadline: January 9, 2008 at 4:00 p.m.

Responses Received: None.

Related Documents: None.

Status: This matter has been adjourned to January 14, 2009.

13. Debtors' Application to Employ Dechert LLP as Special Counsel **[Docket No. 2005]**

Response Deadline: January 9, 2009 at 4:00 p.m.

Responses Received: None.

Related Documents: None.

Status: This matter has been adjourned to January 14, 2009.

14. Motion for Relief from Automatic Stay to Proceed with Class Action Settlement of Certified Class in Austin v. Chisick **[Docket No. 1030]**

Response Deadline: October 31, 2008 at 4:00 p.m.

Responses Received: None.

Related Documents: None.

Status: This matter has been adjourned to January 14, 2009.

15. Superior Pipeline's Motion for Relief from Stay to Prosecute Adversary Proceeding Against Lehman Commercial Paper, Inc. **[Docket No. 1442]**

Response Deadline: December 19, 2008 at 10:30 a.m.

Responses Received: None.

Related Documents: None.

Status: This matter has been adjourned to January 14, 2009.

16. Motion of Abraham Kamber & Company LLC for Relief from the Automatic Stay **[Docket No. 1406]**

Response Deadline: January 7, 2009 at 12:00 p.m.

Responses Received: None.

Related Documents: None.

Status: This matter has been adjourned to January 14, 2009.

Dated: December 19, 2008
New York, New York

/s/ Lori R. Fife

Harvey R. Miller
Lori R. Fife

WEIL, GOTSHAL & MANGES LLP
767 Fifth Avenue
New York, New York 10153
Telephone: (212) 310-8000
Facsimile: (212) 310-8007

Attorneys for Debtors
and Debtors in Possession

Dated: December 19, 2008
New York, New York

/s/ Jeffrey S. Margolin

James B. Kobak, Jr.
David W. Wiltenburg
Christopher K. Kiplok
Jeffrey S. Margolin

HUGHES HUBBARD & REED LLP
One Battery Park Plaza
New York, New York 10004
Telephone: (212) 837-6000
Facsimile: (212) 422-4726

Attorneys for James W. Giddens, Trustee for
the SIPA Liquidation of Lehman Brothers Inc.